

SCHNEIDER ELECTRIC

Combined General Meeting 25/04/2016

Resolutions voting results

Nombre d'actions composant le capital : 588 763 778
 Nombre d'actions ayant le droit de participer au vote : 568 942 385

Ordinary	Number	Shares	Voting rights
Shareholders attending to the combined general meeting	429	17 295 656	23 575 208
Proxy to the Chairman	7 586	8 688 174	9 614 034
Proxy to another shareholder	20	858 696	1 705 394
Vote by post	3 241	341 624 750	388 791 713
Total	11 256	368 567 276	403 699 009
Quorum		64.73%	

Extraordinary	Number	Shares	Voting rights
Shareholders attending to the combined general meeting	429	17 295 268	23 577 210
Proxy to the Chairman	7 484	8 685 320	9 617 528
Proxy to another shareholder	30	958 696	1 805 934
Vote by post	3 204	341 616 516	388 778 456
Total	11 147	368 455 720	403 777 558
Quorum		64.78%	

Resolutions	Type	Wording	Total vote FOR	Total FOR (in %)	Total vote AGAINST	Total AGAINST (in %)	Total vote ABSTENTION	Total ABSTENTION (in %)
Resolution 1	ord.	Approval of the corporate financial statements for the 2015 financial year	395 980 685	99.09%	3 656 464	0.91%	4 053 460	
Resolution 2	ord.	Approval of consolidated financial statements for the 2015 financial year	395 988 316	99.08%	3 663 962	0.92%	4 058 331	
Resolution 3	ord.	Allocation of income for the financial year, setting the coupon and drawing from issuer premiums	396 921 064	99.51%	1 937 465	0.49%	4 832 080	
Resolution 4	ord.	Information regarding agreements and regulated obligations undertaken during previous financial years	387 523 661	97.03%	11 870 023	2.97%	4 298 925	
Resolution 5	ord.	Option on elements of the compensation due or awarded in respect of the 2015 financial year to Mr. Jean-Pascal Tricoire	233 939 598	60.32%	153 878 689	39.68%	15 872 322	
Resolution 6	ord.	Option on elements of the compensation due or awarded in respect of the 2015 financial year to Mr. Emmanuel Babeux	358 177 759	91.91%	31 521 426	8.09%	13 991 424	
Resolution 7	ord.	Nomination of a director: Mr. Cécile Cabanis	394 065 750	99.79%	845 726	0.21%	8 779 133	
Resolution 8	ord.	Nomination of a director: Mr. Fried Kinkel	394 850 177	99.60%	1 579 287	0.40%	7 261 145	
Resolution 9	ord.	Renewal of a directorship: Mr. Léo Apotheker	388 175 938	97.70%	9 154 538	2.30%	6 360 133	
Resolution 10	ord.	Renewal of a directorship: Mr. Xavier Fontanet	399 223 794	99.92%	321 708	0.08%	4 145 109	
Resolution 11	ord.	Renewal of a directorship: Mr. Antoine Gossou-Grainville	395 066 450	99.90%	401 692	0.10%	9 222 267	
Resolution 12	ord.	Renewal of a directorship: Mr. Willy Kissling	383 269 762	96.32%	15 070 468	3.78%	5 353 379	
Resolution 13	ord.	Determination of the amount of directors' fees to be awarded to the board of directors	398 852 939	96.67%	13 324 241	3.33%	3 913 429	
Resolution 14	ord.	Re-election of statutory auditor	347 620 308	87.32%	50 945 815	12.78%	4 783 794	
Resolution 15	ord.	Re-election of alternate auditor	383 727 244	96.53%	13 788 111	3.47%	5 834 562	
Resolution 16	ord.	Re-election of statutory auditor	397 151 410	99.47%	2 124 078	0.53%	4 074 429	
Resolution 17	ord.	Re-election of alternate auditor	391 249 310	98.13%	7 443 489	1.87%	4 657 138	
Resolution 18	ord.	Authority granted to the board of directors to buy back Company shares – maximum purchase price per share EUR30	397 742 336	99.78%	949 677	0.24%	4 998 596	
Resolution 19	extr.	Authorization to the board of directors to make grants of free shares subject to performance conditions, as the case may be, up to a limit of 2% of the share capital	303 437 624	76.13%	95 128 864	23.87%	5 211 100	
Resolution 20	extr.	Authorization to the board of directors to grant to officers and employees of the Company or of companies affiliated therewith options to subscribe for or to purchase shares up to a limit of 5% of the share capital, without the shareholders' preferential subscription right	310 162 720	77.80%	88 487 783	22.20%	5 127 085	
Resolution 21	extr.	Authorization to the board of directors to undertake capital increases reserved to participants in a Company Investment Plan up to a limit of 2% of the share capital without the shareholders' pre-emptive subscription rights	389 839 126	97.52%	9 915 087	2.48%	4 223 375	
Resolution 22	extr.	Authorization to the board of directors to undertake capital increases in favor of employees of foreign companies of the Group up to a limit of 1% of the share capital	387 257 542	96.92%	12 309 214	3.08%	4 210 832	
Resolution 23	ord.	Powers for formalities	399 372 941	99.98%	67 379	0.02%	4 250 289	

From the resolution 14 to 17 : exclusion of Mr. Jean-Pascal Tricoire